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10 Attorneys for Nominal Defendant
HEWLETT-PACKARD COMPANY
11
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13 UNITED STATES DISTRICT COURT
14 NORTHERN DISTRICT OF CALIFORNIA
15 SAN FRANCISCO DIVISION
16

17 IN RE HEWLETT-PACKARD COMPANY
SHAREHOLDER DERIVATIVE LITIGATION,

18 This Document Relates To: All Actions
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Master File No. C-12-06003-CRB

**NOTICE OF SUBSTITUTION OF
COUNSEL AND [PROPOSED]
ORDER**

[Local Rule 11-5]

Judge: Hon. Charles R. Breyer

1 TO ALL PARTIES AND TO THEIR ATTORNEYS OF RECORD:

2 PLEASE TAKE NOTICE that nominal defendant Hewlett-Packard Company hereby
3 substitutes its counsel and attorneys of record in the above-captioned matter.

4 Former Counsel

5 MORGAN LEWIS & BOCKIUS LLP
6 Marc J. Sonnenfeld (admitted *pro hac vice*)
7 Karen Pieslak Pohlmann (admitted *pro hac vice*)
8 Robert E. Gooding, Jr. (CA SBN 50617)
9 Joseph E. Floren (CA SBN 168292)
10 Jennifer R. Bagosy (CA SBN 223145)
11 Kim Alexander Kane (CA SBN 226896)
12 Matthew S. Weiler (CA SBN 236052)

13 New Counsel

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29 Substitution Based on Consent

30 Nominal defendant Hewlett-Packard Company respectfully submits that the proposed
31 substitution of counsel is in the interests of justice and is not made for purposes of delay or any
32 other improper purpose. The undersigned consent to the above substitution of counsel.
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1 Dated: June 14, 2013

HEWLETT-PACKARD COMPANY

2
3 By: /s/ Robert Particelli

Robert Particelli

4 Vice-President, Associate General Counsel,
5 Hewlett-Packard Company

6
7 Dated: June 14, 2013

MORGAN LEWIS & BOCKIUS LLP

MARC J. SONNENFELD

KAREN PIESLAK POHLMANN

8 ROBERT E. GOODING, JR.

9 JOSEPH E. FLOREN

JENNIFER R. BAGOSY

10 KIM ALEXANDER KANE

MATTHEW S. WEILER

11
12 By: /s/ Marc J. Sonnenfeld

Marc J. Sonnenfeld

13
14 Former attorneys for nominal defendant
Hewlett-Packard Company

15
16 Dated: June 14, 2013

MORRISON & FOERSTER LLP

DARRYL P. RAINS

JUDSON E. LOBDELL

17 MARK R.S. FOSTER

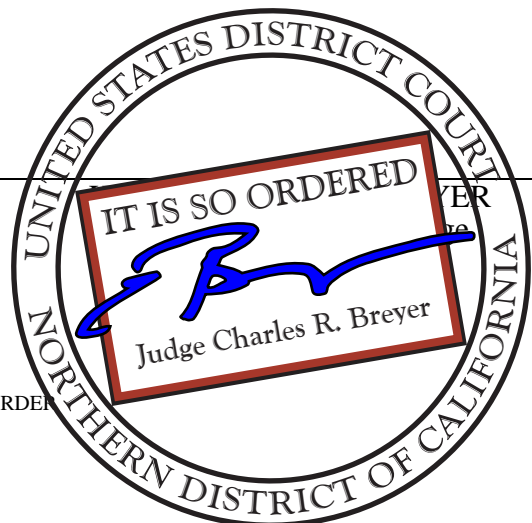
18
19 By: /s/ Darryl P. Rains

Darryl P. Rains

20
21 Attorneys for nominal defendant
Hewlett-Packard Company

22
23 IT IS SO ORDERED.

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25 Dated: June 19, 2013



ECF ATTESTATION

I, Mark R.S. Foster, am the ECF User whose ID and Password are being used to file this:

**NOTICE OF SUBSTITUTION OF COUNSEL AND
[PROPOSED] ORDER**

In compliance with Civil Local Rule 5-1(i)(3), I hereby attest that Robert Particelli,
Marc J. Sonnenfeld and Darryl P. Rains have concurred in this filing.

Dated: June 14, 2013

MORRISON & FOERSTER LLP

By: /s/ Mark R.S. Foster
Mark R.S. Foster